Form (2)
Sr. No. 568 A
Date 6.11.2014

THE REPUBLIC OF THE UNION OF MYANMAR
The Myanmar Investment Commission
PERMIT

Permit No. 851/2014

Date: 6th, November 2014

This Permit is issued by the Myanmar Investment Commission according to the section 13, sub-section (b) of the Republic of the Union of Myanmar Foreign Investment Law-

(a) Name of Investor/Promoter U SUN THET TUN
(b) Citizenship MYANMAR
(c) Address L-7, SHWE SABAI YEIKMON, BAYINT NAUNG ROAD, KAMAYUT TOWNSHIP, YANGON
(d) Name and Address of Principle Organization SHWE KATHAR ENGINEERING & MANUFACTURING COMPANY LIMITED, NO.11-09, BA YINT NAUNG TOWER 2-B, BA YINT NAUNG ROAD, KAMAYUT TOWNSHIP, YANGON REGION
(e) Place of incorporation MYANMAR
(f) Type of Investment Business MANUFACTURING & ASSEMBLING OF TAPE AUTOMATIC BONDING PRODUCTS, CHIPS ON FILM, LED SUBSTRATES AND OTHER HIGH END ELECTRONIC PARTS ON CMP BASIS
(g) Place(s) at which Investment is permitted NO. 151, YAWGI KYAUNG STREET, 11 WARD, HLAING TOWNSHIP, YANGON REGION
(h) Amount of Foreign Capital US$ 3.030 MILLION
(i) Period for Foreign Capital brought in WITHIN ONE YEAR FROM THE DATE OF ISSUANCE OF MIC PERMIT
(j) Total amount of capital (Kyat) EQUIVALENT IN KYAT OF US$ 6.060 MILLION (INCLUDING US$ 3.030 MILLION)
(k) Construction period ONE YEAR
(l) Validity of investment Permit 20 YEARS
(m) Form of investment JOINT VENTURE
(n) Name of Company incorporated in Myanmar SHWE KATHAR - SHINDO ENGINEERING & MANUFACTURING PRIVATE COMPANY LIMITED

Chairman
The Myanmar Investment Commission

စာအမှတ် ၃၆၇-က
ရက်စွဲ ၆.၁၁.၂၀၁၄

ပြည်ထောင်စုသမ္မတမြန်မာနိုင်ငံတော်
မြန်မာနိုင်ငံ ရင်းနှီးမြှုပ်နှံမှု ကော်မရှင်
ခွင့်ပြုမိန့်

ခွင့်ပြုမိန့်အမှတ် ၈၅၁/ ၂၀၁၄ — ၂၀၁၄ ခုနှစ် နိုဝင်ဘာလ 6 ရက်

ပြည်ထောင်စုသမ္မတ မြန်မာနိုင်ငံတော်နိုင်ငံခြားရင်းနှီးမြှုပ်နှံမှု ဥပဒေ ပုဒ်မ ၁၃၊ ပုဒ်မခွဲ(ခ) အရ ဤခွင့်ပြုမိန့်ကို မြန်မာနိုင်ငံ ရင်းနှီးမြှုပ်နှံမှုကော်မရှင်က ထုတ်ပေးလိုက်သည် -

(က) ရင်းနှီးမြှုပ်နှံသူ/ ကမကထပြုသူအမည် — ဦးဆန်းသက်ထွန်း

(ခ) နိုင်ငံသား — မြန်မာ

(ဂ) နေရပ်လိပ်စာ — အမှတ် အယ်-၇၊ ရွှေစပယ်ရိပ်မွန်၊ ဘုရင့်နောင်လမ်း၊ ကမာရွတ်မြို့နယ်၊ ရန်ကုန်

(ဃ) ပင်မအဖွဲ့အစည်းအမည်နှင့်လိပ်စာ — SHWE KATHAR ENGINEERING MANUFACTURING COMPANY LIMITED၊ အမှတ် ၁၁-၀၉၊ ဘုရင့်နောင်တာဝါ (၂-ဘီ)၊ ကမာရွတ်မြို့နယ်၊ ရန်ကုန်မြို့

(င) ဖွဲ့စည်းရာအရပ် — မြန်မာ

(စ) ရင်းနှီးမြှုပ်နှံသည့်လုပ်ငန်းအမျိုးအစား — CMP စနစ်ဖြင့် အရည်အသွေးမြင့်၊ အဆင့်မြင့် အီလက်ထရောနစ် ပစ္စည်းများ ထုတ်လုပ်ခြင်း လုပ်ငန်း

(ဆ) ရင်းနှီးမြှုပ်နှံသည့်အရပ်ဒေသ(များ) — အမှတ် ၁၅၁၊ ယောဂီကျောင်းလမ်း၊ ၁၁ ရပ်ကွက်၊ လှိုင်မြို့နယ်၊ ရန်ကုန်တိုင်းဒေသကြီး

(ဇ) နိုင်ငံခြားမတည်ငွေရင်း ပမာဏ — အမေရိကန်ဒေါ်လာ ၃.၀၃၀ သန်း

(ဈ) နိုင်ငံခြားမတည်ငွေရင်းယူဆောင်လာရမည့်ကာလ — ကော်မရှင်ခွင့်ပြုမိန့်ရရှိပြီး ၁ နှစ် အတွင်း

(ည) စုစုပေါင်း မတည်ငွေရင်းပမာဏ(ကျပ်) — အမေရိကန်ဒေါ်လာ ၆.၀၆၀ သန်း နှင့် ညီမျှသော မြန်မာကျပ်ငွေ (အမေရိကန်ဒေါ်လာ ၃.၀၃၀ သန်း အပါအဝင်)

(ဋ) တည်ဆောက်မှုကာလ — ၁ နှစ်

(ဌ) ရင်းနှီးမြှုပ်နှံမှုခွင့်ပြုသည့် သက်တမ်း — ၂၀ နှစ်

(ဍ) ရင်းနှီးမြှုပ်နှံမှုပုံစံ — ဖက်စပ်နိုင်ငံခြားရင်းနှီးမြှုပ်နှံမှု

(ဎ) မြန်မာနိုင်ငံတွင် ဖွဲ့စည်းမည့် ကုမ္ပဏီအမည် — SHWE KATHAR - SHINDO ENGINEERING & MANUFACTURING PRIVATE COMPANY LIMITED

ဥက္ကဋ္ဌ
မြန်မာနိုင်ငံရင်းနှီးမြှုပ်နှံမှုကော်မရှင်

THE REPUBLIC OF THE UNION OF MYANMAR
MYANMAR INVESTMENT COMMISSION
No.(1), THITISAR STREET, YANKIN TOWNSHIP, YANGON

Tel: 95-1-658128
Fax: 95-1-658136

Our ref : DICA-3/FI-1073/ 2014(568 · A)
Date : 6th November 2014

Subject : **Decision of the Myanmar Investment Commission on the Proposal for "Manufacturing & Assembling of Tape Automatic Bonding Products, Chips on Film, LED Substrates and other High End Electronic Parts on CMP Basis" under the name of Shwe Ka Thar - Shindo Engineering & Manufacturing Private Company Limited.**

Reference: Shwe Ka Thar -Shindo Engineering & Manufacturing Private Company Limited Letter dated 11-8-2014.

1. The Myanmar Investment Commission, at its meeting (25/2014) held on (25-10-2014) had approved the proposal for investment in "Manufacturing & Assembling of Tape Automatic Bonding Products, Chips on Film, LED Substrates and other High End Electronic Parts on CMP Basis" submitted as a joint venture between Shwe Ka Thar Engineering & Manufacturing Company Limited (50%) from the Republic of the Union of Myanmar and Shindo Electronics Co.,Ltd. (50%) from Japan.

2. Hence, the "Permit" is herewith issued in accordance with Chapter VII, section 13(b) of the Foreign Investment Law and Chapter VIII, Rule 49 of the Foreign Investment Rules relating to the Foreign Investment Law. Terms and conditions to the "Permit" are stated in the following paragraphs.

3. The permitted duration of the project shall be 20 (twenty) years commencing from the date of the issuance of Myanmar Investment Commission permit. The term of the Deed of Agreement of sub-lease for land and buildings between Shwe Ka Thar Engineering & Manufacturing Company Limited and Shwe Ka Thar -Shindo Engineering & Manufacturing Private Company Limited shall be 20(twenty) years and extendable (5) years (2) terms subject to the approval of the Ministry of Industry and Myanmar Investment Commission.

4. The annual rent for land and buildings shall be kyats 320 million (kyat three hundred and twenty million only) measuring 13488.18square meters (3.333 acres). At the end of lease period, the sub - lessee shall retransfer the leased land and building without demanding any consideration to the sub - lessor at the condition of the time of lease.

5. In issuing this "Permit," the Commission has granted, the followings, exemptions and reliefs as per Chapter XII, section 27(a),(h),(i)and(k) of the Foreign Investment Law. Other exemptions and reliefs under section 27 shall have to be applied upon the actual performance of the project;

(a) As per section 27(a), income tax exemption for a period of five consecutive years including the year of commencement on commercial operation;

(b) As per section 27(h), exemption or relief from customs duty or other internal taxes or both on machinery, equipment, instruments, machinery components, spare parts and materials used in the business which are imported as they are actually required for use during the period of construction of business;

(c) As per section 27(i), exemption or relief from customs duty or other internal taxes or both on raw materials imported for production for the first three-year after the completion of construction of business;

(d) As per section 27(k), exemption or relief from commercial tax on the goods produced for export.

6. Shwe Ka Thar -Shindo Engineering & Manufacturing Private Company Limited shall have to sign the Land and Building Lease Agreement with Shwe Ka Thar Engineering & Manufacturing Company Limited. Moreover, Shwe Ka Thar Engineering & Manufacturing Private Company Limited shall have to sign the joint venture agreement with Shindo Electronics Co.,Ltd. After signing of such Agreements, each of (5) copies shall have to be forwarded to the Commission.

7. Shwe Ka Thar -Shindo Engineering & Manufacturing Private Company Limited in consultation with the Department of Company Registration, Directorate of Investment and Company Administration shall have to be registered. After registration, (5) copies each of Certificate of Incorporation and Memorandum of Association and Articles of Association shall have to be forwarded to the Commission.

8. Shwe Ka Thar -Shindo Engineering & Manufacturing Private Company Limited shall use its best efforts for timely realization of works stated in the proposal. If none of such works has been commenced within one year from the date of issue of this "Permit" it shall become null and void.

9. Shwe Ka Thar -Shindo Engineering & Manufacturing Private Company Limited has to abide by Chapter X, Rule 58 and 59 of the Foreign Investment Rules for construction period.

10. As per Chapter X, Rule 61 of the Foreign Investment Rules, extension of construction period shall not be allowed more than twice except it is due to unavoidable events such as natural disasters, instabilities, riots, strikes, a state of emergency, insurgency and outbreak of wars.

11. As per Chapter X, Rule 63 of the Foreign Investment Rules, if Shwe Ka Thar - Shindo Engineering & Manufacturing Private Company Limited cannot construct completely in time during the construction period or extension period, the Commission will have to withdraw the permit issued to the investor and there is no refund for the expenses of the project.

12. The commercial date of operation shall be reported to the Commission.

13. Shwe Ka Thar -Shindo Engineering & Manufacturing Private Company Limited shall endeavour to meet the targets for production and export stated in the proposal as the minimum target.

14. The Commission approves periodical appointments of foreign experts and technicians from abroad as per proposal in accordance with Chapter XI, section 24 and section 25 of the Foreign Investment Law and the Shwe Ka Thar -Shindo Engineering & Manufacturing Private Company Limited has to follow the existing Labour Laws for the recruitment of staff and labour and for training in accordance with Chapter XIII, Rule 84 of the Foreign Investment Rules.

15. In order to evaluate foreign capital and for the purpose of its registration in accordance with the provisions under Chapter XV, section 37 of the Republic of the Union of Myanmar Foreign Investment Law, it is compulsory to report as early as possible in the following manner:-

(a) the amount of foreign currency brought into Myanmar, attached with the necessary documents issued by the respective bank where the account is opened and defined under Chapter XVI, Rules 134 and 135 of the Foreign Investment Rules;

(b) the detailed lists of the type and value of foreign capital defined under Chapter I, section 2(i) of the Foreign Investment Law, other than foreign currency.

16. Whenever Shwe Ka Thar -Shindo Engineering & Manufacturing Private Company Limited brings in foreign capital defined under Chapter I, section 2(i) of the Foreign Investment Law, other than foreign currency in the manner stated in paragraph 15(b) mentioned above, the Inspection Certificate endorsed and issued by an internationally recognized Inspection Firm with regard to quantity, quality and price of imported materials shall have to be attached.

17. Shwe Ka Thar -Shindo Engineering & Manufacturing Private Company Limited has the right to make account transfer and expend the foreign currency from his bank account in accordance with Chapter XVI, Rule 136 of the Foreign Investment Rules and for account transfer of local currency generated from the business to the local currency account opened at the bank by a citizen-owned business in the Union and right to transfer back the equivalent amount of foreign currency from the foreign currency bank account of citizen or citizen-owned business by submitting the sufficient document in accordance with Chapter XVII, Rule 145 of the Foreign Investment Rules.

18. Shwe Ka Thar -Shindo Engineering & Manufacturing Private Company Limited shall report to the Commission for any alteration in the physical and financial plan of the project. Cost overrun, over and above the investment amount pledged in both local and foreign currency shall have to be reported as early as possible.

19. Shwe Ka Thar -Shindo Engineering & Manufacturing Private Company Limited shall be responsible for the preservation of the environment at and around the area of the project site. In addition to this, it shall carry out as per instructions made by Ministry of Environmental Conservation and Forestry in which to conduct Environmental Management Plan (EMP) which describe the measure to be taken for preventing, mitigation and monitoring significant environmental impacts resulting from the implementation and operation of proposed project or business or activity has to be prepared and submitted and to perform activities in accordance with this EMP and to abide by the environmental policy, Environmental Conservation Law and other environmental related rules and regulations.

20. After getting permit from Myanmar Investment Commission, Shwe Ka Thar -Shindo Engineering & Manufacturing Private Company Limited shall have to be registered at the Directorate of Industrial Supervision and Inspection.

21. Shwe Ka Thar -Shindo Engineering & Manufacturing Private Company Limited shall have to abide by the Fire Services Department's rules, regulations, directives and instructions. Moreover, fire prevention measures shall have to undertake such as water storage tank, fire extinguishers and provide training to use the fire fighting equipment and to appoint fire safety officer.

22. Payment of principal and interest of the loan (if any) as well as payment for import of raw materials and spare parts etc., shall only be made out of export earnings (CMP Charges) of Shwe Ka Thar -Shindo Engineering & Manufacturing Private Company Limited.Commercial Tax shall be levied on sales of reject items.

23. Shwe Ka Thar -Shindo Engineering & Manufacturing Private Company Limited Limited in consultation with Myanma Insurance, shall effect such types of insurance defined under Chapter XII, Rule 79 and 80 of the Foreign Investment Rules.

(Zay Yar Aung)
Chairman

Shwe Ka Thar -Shindo Engineering & Manufacturing Private Company Limited

cc: 1. Office of the Union Government of the Republic of the Union of Myanmar
2. Ministry of Home Affairs
3. Ministry of Foreign Affairs
4. Ministry of Environmental Conservation and Forestry
5. Ministry of Electric Power
6. Ministry of Immigration and Population
7. Ministry of Industry
8. Ministry of Commerce
9. Ministry of Finance
10. Ministry of Labour, Employment and Social Security
11. Ministry of National Planning and Economic Development
12. Office of the Yangon Region Government
13. Chairman, CMP Enterprises Supervision Committee
14. Director General, Directorate of Investment and Company Administration
15. Director General, Directorate of Industrial Supervision and Inspection
16. Managing Director, No (2) Heavy Industries Enterprise
17. Director General, Customs Department
18. Director General, Internal Revenue Department
19. Managing Director, Myanma Foreign Trade Bank
20. Managing Director, Myanma Investment and Commercial Bank
21. Managing Director, Myanma Insurance
22. Director General, Directorate of Trade
23. Director General, Immigration and National Registration Department
24. Director General, Directorate of Labour
25. Director General, Department of Environmental Conservation
26. Director General, Fire Services Department
27. Chairman, Republic of the Union of Myanmar Federation of Chambers of Commerce and Industry (UMFCCI)